

**Quarterly Compliance Report on Corporate Governance**

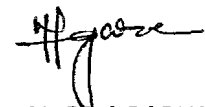
Name of the Company : Diana Tea Company Limited

Quarter ended on : 31<sup>st</sup> December, 2011

Sl. No.	Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>I )</b>	<b>Board of Directors</b>	<b>49 ( I )</b>		
(A)	Composition of Board	49( I A )	Yes	
(B)	Non-executive Directors' compensation & disclosures	49 ( I B )	Yes	
(C)	Other provisions as to Board and Committees	49 ( I C )	Yes	
(D)	Code of Conduct	49 ( I D )	Yes	
<b>II )</b>	<b>Audit Committee</b>	<b>49 ( II )</b>		
(A)	Qualified & Independent Audit Committee	49 ( II A )	Yes	
(B)	Meeting of Audit Committee	49 ( II B )	Yes	
(C)	Powers of Audit Committee	49 ( II C )	Yes	
(D)	Role of Audit Committee	49 ( II D )	Yes	
(E)	Review of Information by Audit Committee	49( II E )	Yes	
<b>III )</b>	<b>Subsidiary Companies</b>	<b>49 ( III )</b>	N.A	
<b>IV )</b>	<b>Disclosures</b>	<b>49 ( IV )</b>		
(A)	Basis of related party transactions	49 ( IV A )	Yes	
(B)	Disclosure of accounting treatment	49 ( IV B )	Yes	
(C)	Board Disclosures	49( IV C )	Yes	
(D)	Proceeds from public issues, right issues, preferential issues etc.	49 ( IV D )	N.A.	
(E)	Remuneration of Directors	49 ( IV E )	Yes	
(F)	Management	49 ( IV F )	Yes	
(G)	Shareholders	49 ( IV G )	Yes	
<b>V )</b>	<b>CEO/CFO Certification</b>	<b>49 ( V )</b>	Yes	
<b>VI )</b>	<b>Report on Corporate Governance</b>	<b>49 ( VI )</b>	Yes	
<b>VII )</b>	<b>Compliance</b>	<b>49 ( VII )</b>	Yes	

Place : Kolkata  
Date : January 12, 2012

For DIANA TEA COMPANY LIMITED


MANOJ AGARWALA  
CFO & COMPANY SECRETARY